

Proposed Order

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re: FIELDWOOD ENERGY III LLC, et al., Post-Effective Date Debtors.¹	§ § § § §	Chapter 11 Case No. 20-33948 (MI) (Jointly Administered)
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**ORDER SUSTAINING PLAN ADMINISTRATOR’S FIFTEENTH OMNIBUS
OBJECTION TO CLAIMS PURSUANT TO SECTION 502(b) OF THE BANKRUPTCY
CODE AND RULE 3007 OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURE
SEEKING TO DISALLOW CERTAIN CLAIMS**

(AMENDED AND SUPERSEDED CLAIMS)

[Related Docket No. ____]

Upon the *Plan Administrator’s Fifteenth Omnibus Objection to Claims Pursuant to Section 502(b) of the Bankruptcy Code and Rule 3007 of the Federal Rules of Bankruptcy Procedure Seeking to Disallow Certain Claims (Amended and Superseded Claims)* (the “Objection”)² of the administrator of the chapter 11 plan (the “Plan Administrator”) of the above-captioned post-effective date debtors (collectively, the “Debtors,” as applicable, and after the effective date of

¹ The Post-Effective Date Debtors, along with the last four digits of each Post-Effective Date Debtor’s federal tax identification number, as applicable, are: Fieldwood Energy III LLC (6778); Fieldwood Energy Offshore LLC (4494), Fieldwood Energy Inc. (4991), GOM Shelf LLC (8107), and FW GOM Pipeline, Inc. (8440). Fieldwood Energy III LLC, Fieldwood Energy Offshore LLC, and Fieldwood Energy Inc. are managed and operated by the Plan Administrator, whose primary mailing address is 16255 Ventura Blvd., Suite 440, Encino, CA, 91436, C/O of Province LLC. GOM Shelf LLC and FW GOM Pipeline, Inc. (collectively, the “Post-Effective Date FWE I Subsidiaries”) are managed and operated by Jon Graham, as sole manager of each Post-Effective Date FWE I Subsidiary. The Debtors in the other nine pending chapter 11 cases (which continue to be jointly administered with the cases of the Post-Effective Date Debtors), each of which have either been dissolved or merged into other entities as of the Effective Date, consist of the following: Dynamic Offshore Resources NS, LLC (0158); Fieldwood Onshore LLC (3489); Fieldwood SD Offshore LLC (8786); Fieldwood Offshore LLC (2930); Bandon Oil and Gas GP, LLC (9172); Bandon Oil and Gas, LP (9266); Fieldwood Energy SP LLC (1971); Galveston Bay Pipeline LLC (5703); and Galveston Bay Processing LLC (0422).

² Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Objection.

their plan of reorganization, the “Post-Effective Debtors”), seeking entry of an order (this “Order”) disallowing the Amended and Superseded Claims identified on **Schedule 1** attached hereto, it is

HEREBY ORDERED THAT:

1. Pursuant to Section 502(b) of the Bankruptcy Code and Bankruptcy Rule 3007, each Amended and Superseded Claim identified as a “Superseded Claim” on **Schedule 1** to this Order is disallowed in its entirety. Nothing in this Order shall affect the corresponding claims which amended and superseded the Amended and Superseded Claims (each such claim, a “Surviving Claim”, as identified in **Schedule 1**); *provided that*, that the Plan Administrator reserves the right to object to any Surviving Claim on **Schedule 1** on any applicable grounds.

2. The Debtors’ Claims Agent is authorized and directed to update the claims register maintained in these chapter 11 cases to reflect the relief granted in this Order.

3. Each claim and the objections by the Plan Administrator to each claim identified in **Schedule 1** constitutes a separate contested matter as contemplated by Bankruptcy Rule 9014. This Order will be deemed a separate order with respect to each Amended and Superseded Claim.

4. Except as otherwise provided in this Order, nothing in this Order shall be deemed: (a) an admission as to the validity of any prepetition claim against a Debtor entity or such Debtor entity’s estate; (b) a waiver of any party’s right to dispute any prepetition claim on any grounds; (c) a promise or requirement to pay any prepetition claim; (d) an implication or admission that any particular claim is of a type specified or defined in this Objection or any order granting the relief requested by this Objection; (e) a request or authorization to assume any prepetition agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code; or (f) a waiver of the Plan Administrator’s rights under the Bankruptcy Code or any other applicable law.

5. The Plan Administrator, the Claims Agent, and the Clerk of the Court are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Objection.

6. This Court retains exclusive jurisdiction to resolve any dispute arising from or related to this Order.

Dated: _____, 2022

MARVIN ISGUR
UNITED STATES BANKRUPTCY JUDGE

Schedule 1

**Fieldwood Energy LLC and its
affiliated Debtors
Case No. 20-33948**

**Schedule 1 - Amended and
Superseded Claims**

CreditorName	Address	Superseded Claim	Superseded Debtor Entity	Superseded Claim Secured	Superseded Claim Admin	Superseded Claim Priority	Superseded Claim Unsecured	Superseded Claim Total	Surviving Claim	Surviving Claimant	Surviving Debtor Entity	Surviving Claim Secured	Surviving Claim Admin	Surviving Claim Priority	Surviving Claim Unsecured	Surviving Claim Total
Axis Compressor Services, LLC	Attn: Nathan Tournay 2704 Southwest Drive New Iberia, LA 70560	31	Fieldwood Energy LLC	0.00	0.00	0.00	45,067.68	45,067.68	146	Axis Compressor Services, LLC	Fieldwood Energy LLC	0.00	0.00	0.00	76,187.24	76,187.24
Department of the Interior / Office of Natural Resources Revenue	PO Box 25165/M5642008 Denver, CO 80225	1092	Fieldwood Energy LLC	0.00	234,960.21	0.00	0.00	234,960.21	1134	Department of the Interior / Office of Natural Resources Revenue	Fieldwood Energy LLC	0.00	219,705.34	0.00	0.00	219,705.34
Everest Reinsurance Company	Anthony Manganiello, Director - Surety Claim Warren Corporate Center 100 Everest Way Warren, NJ 07059	1109	Fieldwood Energy LLC	0.00	3,187,940.10	0.00	0.00	3,187,940.10	1133	Everest Reinsurance Company	Fieldwood Energy LLC	0.00	5,637,940.10	0.00	0.00	5,637,940.10
Louisiana Environmental Monitoring, Inc.	301 Turn Row Lafayette, LA 70508	108	Fieldwood Energy LLC	0.00	0.00	0.00	19,867.74	19,867.74	112	Louisiana Environmental Monitoring, Inc.	Fieldwood Energy LLC	0.00	0.00	0.00	12,734.03	12,734.03
North American Specialty Insurance Company	The Law Offices of T. Scott Leo, P.C. 100 N. LaSalle St., Ste # 514 Chicago, IL 60602	433	GOM Shelf LLC	0.00	0.00	0.00	43,265,000.00	43,265,000.00	969	North American Specialty Insurance Company	GOM Shelf LLC	0.00	0.00	0.00	39,000,000.00	39,000,000.00
North American Specialty Insurance Company	The Law Offices of T. Scott Leo, P.C. 100 N. LaSalle St., Ste # 514 Chicago, IL 60602	434	Galveston Bay Processing LLC	0.00	0.00	0.00	43,265,000.00	43,265,000.00	971	North American Specialty Insurance Company	Galveston Bay Processing LLC	0.00	0.00	0.00	39,000,000.00	39,000,000.00
North American Specialty Insurance Company	The Law Offices of T. Scott Leo, P.C. 100 N. LaSalle St., Ste # 514 Chicago, IL 60602	435	Fieldwood Energy Inc.	0.00	0.00	0.00	43,265,000.00	43,265,000.00	976	North American Specialty Insurance Company	Fieldwood Energy Inc.	0.00	0.00	0.00	39,000,000.00	39,000,000.00
North American Specialty Insurance Company	The Law Offices of T. Scott Leo, P.C. 100 N. LaSalle St., Ste # 514 Chicago, IL 60602	436	FW GOM Pipeline, Inc.	0.00	0.00	0.00	43,265,000.00	43,265,000.00	967	North American Specialty Insurance Company	FW GOM Pipeline, Inc.	0.00	0.00	0.00	39,000,000.00	39,000,000.00
North American Specialty Insurance Company	The Law Offices of T. Scott Leo, P.C. 100 N. LaSalle St., Ste # 514 Chicago, IL 60602	437	Bandon Oil and Gas GP, LLC	0.00	0.00	0.00	43,265,000.00	43,265,000.00	973	North American Specialty Insurance Company	Bandon Oil and Gas GP, LLC	0.00	0.00	0.00	39,000,000.00	39,000,000.00
North American Specialty Insurance Company	The Law Offices of T. Scott Leo, P.C. 100 N. LaSalle St., Ste # 514 Chicago, IL 60602	486	Dynamic Offshore Resources NS, LLC	0.00	0.00	0.00	43,265,000.00	43,265,000.00	964	North American Specialty Insurance Company	Dynamic Offshore Resources NS, LLC	0.00	0.00	0.00	39,000,000.00	39,000,000.00
North American Specialty Insurance Company	The Law Offices of T. Scott Leo, P.C. 100 N. LaSalle St., Ste # 514 Chicago, IL 60602	488	Fieldwood Energy LLC	0.00	0.00	0.00	43,265,000.00	43,265,000.00	963	North American Specialty Insurance Company	Fieldwood Energy LLC	0.00	0.00	0.00	39,000,000.00	39,000,000.00
North American Specialty Insurance Company	The Law Offices of T. Scott Leo, P.C. 100 N. LaSalle St., Ste # 514 Chicago, IL 60602	492	Fieldwood Onshore LLC	0.00	0.00	0.00	43,265,000.00	43,265,000.00	965	North American Specialty Insurance Company	Fieldwood Onshore LLC	0.00	0.00	0.00	39,000,000.00	39,000,000.00
North American Specialty Insurance Company	The Law Offices of T. Scott Leo, P.C. 100 N. LaSalle St., Ste # 514 Chicago, IL 60602	493	Fieldwood Energy Offshore LLC	0.00	0.00	0.00	43,265,000.00	43,265,000.00	975	North American Specialty Insurance Company	Fieldwood Energy Offshore LLC	0.00	0.00	0.00	39,000,000.00	39,000,000.00
North American Specialty Insurance Company	The Law Offices of T. Scott Leo, P.C. 100 N. LaSalle St., Ste # 514 Chicago, IL 60602	494	Fieldwood SD Offshore LLC	0.00	0.00	0.00	43,265,000.00	43,265,000.00	966	North American Specialty Insurance Company	Fieldwood SD Offshore LLC	0.00	0.00	0.00	39,000,000.00	39,000,000.00
North American Specialty Insurance Company	The Law Offices of T. Scott Leo, P.C. 100 N. LaSalle St., Ste # 514 Chicago, IL 60602	515	Fieldwood Offshore LLC	0.00	0.00	0.00	43,265,000.00	43,265,000.00	974	North American Specialty Insurance Company	Fieldwood Offshore LLC	0.00	0.00	0.00	39,000,000.00	39,000,000.00
North American Specialty Insurance Company	The Law Offices of T. Scott Leo, P.C. 100 N. LaSalle St., Ste # 514 Chicago, IL 60602	518	Galveston Bay Pipeline LLC	0.00	0.00	0.00	43,265,000.00	43,265,000.00	968	North American Specialty Insurance Company	Galveston Bay Pipeline LLC	0.00	0.00	0.00	39,000,000.00	39,000,000.00
North American Specialty Insurance Company	The Law Offices of T. Scott Leo, P.C. 100 N. LaSalle St., Ste # 514 Chicago, IL 60602	519	Fieldwood Energy SP LLC	0.00	0.00	0.00	43,265,000.00	43,265,000.00	970	North American Specialty Insurance Company	Fieldwood Energy SP LLC	0.00	0.00	0.00	39,000,000.00	39,000,000.00
North American Specialty Insurance Company	The Law Offices of T. Scott Leo, P.C. 100 N. LaSalle St., Ste # 514 Chicago, IL 60602	520	Bandon Oil and Gas, LP	0.00	0.00	0.00	43,265,000.00	43,265,000.00	972	North American Specialty Insurance Company	Bandon Oil and Gas, LP	0.00	0.00	0.00	39,000,000.00	39,000,000.00